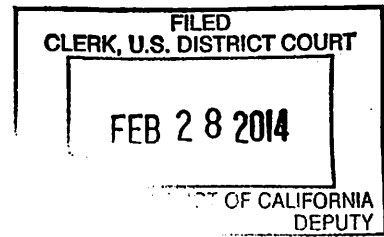


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 7 CHUCKANUT BAY INVESTMENTS, LLC, a
 Delaware limited liability company

9 UNITED STATES DISTRICT COURT
 10 CENTRAL DISTRICT OF CALIFORNIA

11
 12 CHUCKANUT BAY INVESTMENTS, LLC, a Delaware limited liability
 13 company,

Case No. **CV 14-1521 ABC-AGR**

COMPLAINT FOR

14 Plaintiff,
 15 vs.

- (1) Breach of Contract;
- (2) Interference with Contract;
- (3) Breach of Fiduciary Duty;
- (4) Fraud;
- (5) Misappropriation;
- (6) Unjust Enrichment; and
- (7) Conversion

16 BRANDON LEWIS, an individual;
 17 SHAWN FINNEGAN, an individual;
 18 RYAN POELMAN, an individual; THE
 EVOLUTION GROUP, LLC, a Nevada
 19 limited liability company; EVTECH
 HOLDING, LLC, a Delaware limited
 20 liability company; EVTECH MEDIA,
 LLC, a Utah limited liability company; FE
 21 EVTECH MEDIA, LLC, a Utah limited
 liability company; ME EVTECH MEDIA,
 22 LLC, a Utah limited liability company;
 SUCCESS I-DIRECT HOLDING, LLC, a
 23 Delaware limited liability company;
 SUCCESS I-DIRECT, LLC, a Utah
 24 limited liability company; EDGE
 EVENTS HOLDING, LLC, a Delaware
 25 limited liability company; EDGE
 EVENTS, LLC, a Utah limited liability
 26 company; LEADING HOLDING, LLC, a
 Delaware limited liability company;
 27 LEADING FINANCIAL, LLC, a Utah
 limited liability company; NOTE
 28 FINANCIAL HOLDING, LLC, a
 Delaware limited liability company;
 NOTE FINANCIAL, LLC, a Utah limited
 liability company; EDGE REAL ESTATE

DEMAND FOR JURY TRIAL

COPY

COMPLAINT

1 HOLDING, LLC, a Delaware limited
 2 liability company; EDGE 2 REAL
 3 ESTATE, LLC, a Utah limited liability
 4 company; INSIDER'S FINANCIAL
 5 HOLDING, LLC, a Delaware limited
 6 liability company; LEADING EDGE
 7 FINANCIAL, LLC, a Utah limited
 8 liability company; INSIDER'S
 9 FINANCIAL, LLC, a Utah limited
 10 liability company; INSIDER'S
 11 FINANCIAL EDUCATION, a Utah dba;
 12 INSIDER'S EDGE, LLC, a Utah limited
 13 liability company; PD HOLDING, LLC, a
 14 Delaware limited liability company;
 15 PROPERTY DIRECT, LLC, a Utah
 16 limited liability company; PROPERTY
 17 DIRECT HOLDING, LLC, a Utah limited
 18 liability company; SKW PREP, LLC, a
 19 Utah limited liability company; SKW,
 20 LLC, a Utah limited liability company;
 21 INSIDER'S CASH, LLC, a Utah limited
 22 liability company; VEIL CORPORATE,
 23 LLC, a Utah limited liability company;
 24 VEIL SOLUTIONS, LLC, a Utah limited
 25 liability company; ENHANCE WEB
 26 SOLUTIONS, LLC, a Utah limited
 27 liability company; ENHANCE NOTE
 28 NETWORK, LLC, a Utah limited liability
 company; MARATHON HOLDING,
 LLC, a Delaware limited liability
 company; MARATHON FINANCIAL,
 LLC, a Utah limited liability company;
 BASE HIGH CAMP, LLC, a Utah limited
 liability company; EDGE REAL ESTATE
 FUND, L.P., a Utah limited partnership;
 XS MEDIA HOLDING, LLC, a Delaware
 limited liability company; BBL
 MARKETING, LLC, a Utah limited
 liability company; FINNEGAN
 MARKETING, LLC, a Utah limited
 liability company; EVOLVED
 TECHNOLOGIES, LLC, a Utah limited
 liability company; and LEGAL ONE,
 LLC, a Delaware limited liability
 company,

Defendants.

1 Plaintiff CHUCKANUT BAY INVESTMENTS, LLC ("Chuckanut"), for its
2 Complaint in this matter, alleges as follows:

3 **INTRODUCTION**

4 1. Among other investments, Plaintiff Chuckanut invests in and consults
5 with start-up companies. It provides seed money and thereby serves as an angel
6 investor in various start-up firms. A newly formed company called The Evolution
7 Group, LLC ("Evolution Group") approached the principal of Chuckanut, Eric W.
8 Richardson ("Richardson"), at his home and office located in Manhattan Beach and
9 El Segundo, California to seek initial seed capital. The Evolution Group was in the
10 business of providing its clients with financial education services. After reviewing
11 the financials and meeting with the Evolution Group's principals, in September 2007
12 Chuckanut made a \$200,000 investment in the Evolution Group, which was
13 originally structured as a loan and thereafter converted to equity in the Evolution
14 Group. Chuckanut was one of eight investors (collectively, the "Original Investors")
15 who invested capital in the Evolution Group at this time.

16 2. Defendants Lewis, Finnegan and Poelman (the "Individual Defendants")
17 joined the Evolution Group as executives in 2009 and 2010. After a continued
18 period of operation and as the Evolution Group became successful, in the fall of
19 2010, the Evolution Group decided to buy out and redeem the shares of the Original
20 Investors. Between December 2010 and October 2011, the Evolution Group made
21 payments to the Original Investors in consideration of the redemption of their 2007
22 investment in the company.

23 3. In consideration for its initial capital and assisting the Evolution Group
24 with the buy-out, and in further consideration of certain strategic consultant services
25 provided by Richardson and Chuckanut to the Evolution Group, in February 2011,
26 the Evolution Group entered into a "Membership Interest Agreement" ("Membership
27 Agreement") with Chuckanut, pursuant to which Chuckanut became a five percent
28 (5%) owner of the Evolution Group.

1 4. For the following approximate nine-month time period, the Evolution
2 Group paid weekly membership distributions to Chuckanut in recognition of its five
3 percent (5%) ownership interest in the Evolution Group.

4 5. In September and October 2011, the Evolution Group and the
5 Defendants telephoned and informed Richardson that they had decided to re-organize
6 the Evolution Group into smaller separate companies, but that Richardson and
7 Chuckanut would continue to have and own a five percent (5%) share in the new
8 organizations equal to the share in the Evolution Group. Richardson and Chuckanut
9 relied upon the representations.

10 6. After the reorganization, in October 2011, in callous disregard for their
11 contractual commitments and in an unscrupulous breach of their fiduciary duties to
12 the minority shareholder, Chuckanut, Defendants abruptly stopped paying Chuckanut
13 its weekly distribution payments commensurate with its five percent (5%) ownership
14 interest in the Evolution Group.

15 7. In addition, Defendants did not, as promised, provide Chuckanut (or
16 Richardson) with any ownership interest in the newly reorganized enterprises.
17 Instead, Defendants created the new companies to conduct the business of the
18 Evolution Group in order to misappropriate the ownership interest of Chuckanut.
19 The foregoing conduct has proximately caused Chuckanut to suffer financial losses
20 well in excess of the jurisdictional limits of this Court.

21 **JURISDICTION and VENUE**

22 8. This Court has subject matter jurisdiction of this matter pursuant to 28
23 U.S.C. § 1332 (d). The matter in controversy exceeds \$75,000 and is between
24 citizens of different states.

25 9. This Court has personal jurisdiction over Defendants as they have
26 regularly and purposefully availed themselves of the benefits of the State of
27 California by conducting the educational seminars in California, by selling their
28 promotional packages and educational programs to California residents, by

1 approaching Richardson at his home and office in California to borrow money from
2 him; by injuring Chuckanut and Richardson in California; and, further, because the
3 corporate and limited liability defendants are successors in interest to the Evolution
4 Group and therefore assumed and became responsible for its liabilities.

5 10. Venue is proper in this District pursuant to 28 U.S.C. § 1391(b)(3). The
6 principal place of business and the residence of Chuckanut is in Los Angeles County,
7 California. In addition, a substantial portion of the events giving rise to the claims
8 set forth below occurred in Los Angeles County.

9 **PARTIES**

10 11. Plaintiff CHUCKANUT BAY INVESTMENTS, LLC (“Chuckanut”), is
11 a Delaware limited liability company with its principal place of business in Los
12 Angeles County, California. Non-party Eric W. Richardson (“Richardson”) is the
13 managing member and holds a 95% membership interest in Chuckanut (an affiliated
14 party of Richardson owns the remaining membership interest in Chuckanut).
15 Richardson is a citizen of the United States, who is domiciled in Manhattan Beach,
16 California, County of Los Angeles.

17 12. Based upon information and belief, at all relevant times, Defendant
18 BRANDON LEWIS (“Lewis”) was and is an individual who is a citizen of the
19 United States, is domiciled in the State of Utah, and did business in the State of
20 California.

21 13. Based upon information and belief, at all relevant times, Defendant
22 SHAWN FINNEGAN (“Finnegan”) was and is an individual who is a citizen of the
23 United States, is domiciled in the State of Utah, and did business in the State of
24 California.

25 14. Based upon information and belief, at all relevant times, Defendant
26 RYAN POELMAN (“Poelman”) was and is an individual who is a citizen of the
27 United States, is domiciled in the State of Utah, and did business in the State of
28 California.

1 15. Based upon information and belief, at all relevant times, Defendant THE
2 EVOLUTION GROUP, LLC (“Evolution Group”) was and is a Nevada limited
3 liability company, domiciled in Utah, with its principal place of business in
4 American Fork, Utah, and did business in the State of California. During the
5 relevant time periods, based upon information and belief, Evolution Group did
6 business as and used the following aliases: Insider’s Financial Education; Investor
7 Education; Advanced Financial Education and National Home Mortgage
8 Association.

9 16. Based upon information and belief, at all relevant times, Defendant
10 EVTECH HOLDING, LLC (“EvTech Holding”) was and is a Delaware limited
11 liability company, domiciled in Utah, with its principal place of business in Utah
12 County, Utah and did business in the State of California. It was registered on or
13 about September 6, 2011.

14 17. Based upon information and belief, at all relevant times, Defendant
15 EVTECH MEDIA, LLC (“EvTech”) was and is a Utah limited liability company,
16 domiciled in Utah, with its principal place of business in American Fork, Utah, and
17 did business in the State of California. It was registered on or about September 6,
18 2011. It does business as Training Follow-Up. In motions and declarations filed in
19 the Utah United States District Court, Central Division, EvTech declares that it is the
20 successor-in-interest to The Evolution Group. (See *EvTech Media, LLC v. Zurixx,*
21 *LLC., et al*, Case No. 2:13-CV-00621-DB. Docket Entry No. 66 – Plaintiff’s
22 Opposition to Motion for Partial Summary Judgment (filed October 17, 2013, p. 9:
23 “Plaintiff EvTech is a leading provider of real estate education services and is the
24 successor-in-interest to The Evolution Group, LLC.” See also Docket No. 67 –
25 Declaration of Shawn Finnegan.)

26 18. Based upon information and belief, at all relevant times, Defendant FE
27 EVTECH MEDIA, LLC (“FE EvTech”) was and is a Utah limited liability company,
28 domiciled in Utah, with its principal place of business in American Fork, Utah, and

1 did business in the State of California. It was registered on or about September 8,
2 2011. FE EvTech does business as: Investors Give Back; FE Note Financial; FE
3 Insider's Financial; FE Yancy Events; FE Your Real Estate Today; FE Edge 2 Real
4 Estate; FE Dean's Live Events; and FE Leading Financial.

5 19. Based upon information and belief, at all relevant times, Defendant ME
6 EVTECH MEDIA, LLC ("ME EvTech") was and is a Utah limited liability
7 company, domiciled in Utah, with its principal place of business in American Fork,
8 Utah, and did business in the State of California. It was registered on or about
9 September 8, 2011. FE EvTech does business as: ME Note Financial; ME Insider's
10 Financial; ME Yancy Events; ME Your Real Estate Today; ME Edge 2 Real Estate;
11 ME Dean's Live Events; and ME Leading Financial.

12 20. Based upon information and belief, at all relevant times, Defendant
13 SUCCESS I-DIRECT HOLDING, LLC ("Success Holding") was and is a Delaware
14 limited liability company, domiciled in Utah, with its principal place of business in
15 Utah County, Utah, and did business in the State of California. It was registered on
16 or about September 6, 2011.

17 21. Based upon information and belief, at all relevant times, Defendant
18 SUCCESS I-DIRECT, LLC ("Success Direct") was and is a Utah limited liability
19 company, domiciled in Utah, with its principal place of business in Utah County,
20 Utah, and did business in the State of California. It was registered on or about
21 September 6, 2011.

22 22. Based upon information and belief, at all relevant times, Defendant
23 EDGE EVENTS HOLDING, LLC ("Edge Holding") was and is a Delaware limited
24 liability company, domiciled in Utah, with its principal place of business in Utah
25 County, Utah, and did business in the State of California. It was registered on or
26 about September 6, 2011.

27 23. Based upon information and belief, at all relevant times, Defendant
28 EDGE EVENTS, LLC ("Edge Events") was and is a Utah limited liability company,

1 domiciled in Utah, with its principal place of business in American Fork, Utah, and
2 did business in the State of California. It was registered on or about September 7,
3 2011.

4 24. Based upon information and belief, at all relevant times, Defendant
5 LEADING HOLDING, LLC ("Leading Holding") was and is a Delaware limited
6 liability company, domiciled in Utah, with its principal place of business in Utah
7 County, Utah, and did business in the State of California. It was registered on or
8 about September 6, 2011.

9 25. Based upon information and belief, at all relevant times, Defendant
10 LEADING FINANCIAL, LLC ("Leading Financial") was and is a Utah limited
11 liability company, domiciled in Utah, with its principal place of business in Utah
12 County, Utah, and did business in the State of California. It was registered on or
13 about September 7, 2011.

14 26. Based upon information and belief, at all relevant times, Defendant
15 NOTE FINANCIAL HOLDING, LLC ("Note Holding") was and is a Delaware
16 limited liability company, domiciled in Utah, with its principal place of business in
17 Utah County, Utah, and did business in the State of California. It was registered on
18 or about September 6, 2011.

19 27. Based upon information and belief, at all relevant times, Defendant
20 NOTE FINANCIAL, LLC ("Note Financial") was and is a Utah limited liability
21 company, domiciled in Utah, with its principal place of business in Highland, Utah,
22 and did business in the State of California. It was registered on or about September
23 7, 2011.

24 28. Based upon information and belief, at all relevant times, Defendant
25 EDGE REAL ESTATE HOLDING, LLC ("Edge Holding") was and is a Delaware
26 limited liability company, domiciled in Utah, with its principal place of business in
27 Utah County, Utah, and did business in the State of California. It was registered on
28 or about September 6, 2011.

1 29. Based upon information and belief, at all relevant times, Defendant
2 EDGE 2 REAL ESTATE, LLC ("Edge 2") was and is a Utah limited liability
3 company, domiciled in Utah, with its principal place of business in Pleasant Grove,
4 Utah, and did business in the State of California. It was registered on or about
5 September 8, 2011. During relevant time periods, based upon information and
6 belief, Edge 2 did business as "Edge Real Estate, LLC."

7 30. Based upon information and belief, at all relevant times, Defendant
8 INSIDER'S FINANCIAL HOLDING, LLC ("Insider's Holding") was and is a
9 Delaware limited liability company, domiciled in Utah, with its principal place of
10 business in Utah County, Utah, and did business in the State of California. It was
11 registered on or about September 6, 2011.

12 31. Based upon information and belief, at all relevant times, Defendant
13 LEADING EDGE FINANCIAL, LLC ("Leading Edge") was and is a Utah limited
14 liability company, domiciled in Utah, with its principal place of business in Lehi,
15 Utah, and did business in the State of California. It was registered on September 9,
16 2011.

17 32. Based upon information and belief, at all relevant times, Defendant
18 INSIDER'S FINANCIAL, LLC ("Insider's Financial") was and is a Utah limited
19 liability company, domiciled in Utah, with its principal place of business in Provo,
20 Utah, and did business in the State of California. It was registered on or about
21 September 7, 2011. It does business as: Dean's Life Events and National Home
22 Mortgage Conference.

23 33. Based upon information and belief, at all relevant times, Defendant
24 INSIDER'S FINANCIAL EDUCATION ("Insider's Education") was and is a Utah
25 "DBA" for Defendant Finnegan, domiciled in Utah, with its principal place of
26 business in American Fork, Utah, and did business in the State of California. It was
27 registered on July 18, 2011.

1 34. Based upon information and belief, at all relevant times, Defendant
2 INSIDER'S EDGE, LLC ("Insider's Edge") was and is a Utah limited liability
3 company, domiciled in Utah, with its principal place of business in Lehi, Utah, and
4 did business in the State of California. It was registered on or about October 13,
5 2010.

6 35. Based upon information and belief, at all relevant times, Defendant PD
7 HOLDING, LLC ("Property Holding") was and is a Delaware limited liability
8 company, domiciled in Utah, with its principal place of business in Utah County,
9 Utah, and did business in the State of California. It was registered on or about
10 September 6, 2011.

11 36. Based upon information and belief, at all relevant times, Defendant
12 PROPERTY DIRECT, LLC ("Property Direct") was and is a Utah limited liability
13 company, domiciled in Utah, with its principal place of business in Pleasant Grove,
14 Utah, and did business in the State of California. It was registered on or about
15 August 31, 2010.

16 37. Based upon information and belief, at all relevant times, Defendant
17 PROPERTY DIRECT HOLDING, LLC ("Property Direct") was and is a Utah
18 limited liability company, domiciled in Utah, with its principal place of business in
19 Pleasant Grove, Utah, and did business in the State of California. It was registered
20 on or about August 31, 2010.

21 38. Based upon information and belief, at all relevant times, Defendant
22 SKW PREP, LLC ("SKW Prep") was and is a Utah limited liability company,
23 domiciled in Utah, with its principal place of business in Pleasant Grove, Utah, and
24 did business in the State of California. It was registered on or about August 24,
25 2011.

26 39. Based upon information and belief, at all relevant times, Defendant
27 SKW, LLC ("SKW") was and is a Utah limited liability company, domiciled in
28

1 Utah, with its principal place of business in Pleasant Grove, Utah, and did business in
2 the State of California. It was registered on or about August 24, 2011.

3 40. Based upon information and belief, at all relevant times, Defendant
4 INSIDER'S CASH, LLC ("Insider's Cash") was and is a Utah limited liability
5 company, domiciled in Utah, with its principal place of business in Pleasant Grove,
6 Utah, and did business in the State of California. It was registered on or about
7 August 24, 2011.

8 41. Based upon information and belief, at all relevant times, Defendant
9 VEIL CORPORATE, LLC ("Veil Corporate") was and is a Utah limited liability
10 company, domiciled in Utah, with its principal place of business in South Jordan,
11 Utah, and did business in the State of California. It was registered on or about July
12 1, 2011. It does business as: VeilCorp and VeilComo. It was formerly known as
13 Legally Mine, LLC and Legal Stop, LLC.

14 42. Based upon information and belief, at all relevant times, Defendant
15 VEIL SOLUTIONS, LLC ("Veil Solutions") was and is a Utah limited liability
16 company, domiciled in Utah, with its principal place of business in Pleasant Grove,
17 Utah, and did business in the State of California. It was registered on or about
18 August 24, 2011. It does business as: VeilCorpCom.

19 43. Based upon information and belief, at all relevant times, Defendant
20 ENHANCE WEB SOLUTIONS, LLC ("Enhance Web") was and is a Utah limited
21 liability company, domiciled in Utah, with its principal place of business in Lehi,
22 Utah, and did business in the State of California. It was registered on or about
23 December 21, 2010.

24 44. Based upon information and belief, at all relevant times, Defendant
25 ENHANCE NOTE NETWORK, LLC ("Enhance Note") was and is a Utah limited
26 liability company, domiciled in Utah, with its principal place of business in Pleasant
27 Grove, Utah, and did business in the State of California. It was registered on or
28 about August 24, 2011.

1 45. Based upon information and belief, at all relevant times, Defendant
2 MARATHON HOLDING, LLC ("Marathon Holding) was and is a Delaware limited
3 liability company, domiciled in Utah, with its principal place of business in Utah
4 County, Utah, and did business in the State of California. It was registered on or
5 about September 6, 2011.

6 46. Based upon information and belief, at all relevant times, Defendant
7 MARATHON FINANCIAL, LLC ("Marathon Financial") was and is a Utah limited
8 liability company, domiciled in Utah, with its principal place of business in Lehi,
9 Utah, and did business in the State of California. It was registered on or about
10 August 24, 2011.

11 47. Based upon information and belief, at all relevant times, Defendant
12 BASE HIGH CAMP, LLC ("Base High") was and is a Utah limited liability
13 company, domiciled in Utah, with its principal place of business in Lehi, Utah, and
14 did business in the State of California. It was registered on or about August 24,
15 2011.

16 48. Based upon information and belief, at all relevant times, Defendant
17 EDGE REAL ESTATE FUND, L.P. ("Edge Fund") was and is a Utah limited
18 partnership, domiciled in Utah, with its principal place of business in American Fork,
19 Utah, and did business in the State of California. It was registered on or about
20 February 3, 2012.

21 49. Based upon information and belief, at all relevant times, Defendant XS
22 MEDIA HOLDING, LLC ("XS Media") was and is a Delaware limited liability
23 company, domiciled in Utah, with its principal place of business in Utah County,
24 Utah, and did business in the State of California. It was registered on or about
25 October 7, 2010.

26 50. Based upon information and belief, at all relevant times, Defendant BBL
27 MARKETING, LLC ("BBL Marketing") was and is a Utah limited liability
28

1 company, domiciled in Utah, with its principal place of business in South Jordan, and
2 did business in the State of California. It was registered on or about March 5, 2009.

3 51. Based upon information and belief, at all relevant times, Defendant
4 FINNEGAN MARKETING, LLC ("Finnegan Marketing") was and is a Utah limited
5 liability company, domiciled in Utah, with its principal place of business in
6 Highland, Utah, and did business in the State of California. It was registered on or
7 about December 29, 2010.

8 52. Based upon information and belief, at all relevant times, Defendant
9 EVOLVED TECHNOLOGIES, LLC ("Evolved Technologies") was and is a Utah
10 limited liability company, domiciled in Utah, with its principal place of business in
11 Utah, and did business in the State of California.

12 53. Based upon information and belief, at all relevant times, Defendant
13 LEGAL ONE, LLC ("Legal One") was and is a Delaware limited liability company,
14 domiciled in Utah, with its principal place of business in Dover, Delaware, and did
15 business in the State of California. It was registered on or about July 8, 2010.

16 54. Chuckanut is informed and believes and thereon alleges that the
17 foregoing corporate and limited liability entities were, for the most part, established
18 and registered in August and September 2011 and were and are used to perpetuate
19 wrongful and inequitable use of the corporate and limited liability forms (the
20 "Evolution Group Successors"). Chuckanut is informed and believes and thereon
21 alleges that there is a unity of ownership between the individual defendants and the
22 corporate defendants and between and among the corporate defendants such that any
23 separateness between these defendants does not exist and never existed. The
24 exercise of dominance and control by the individuals over the corporate and limited
25 liability defendants has rendered the corporate and limited liability defendants mere
26 shells and instrumentalities of the other defendants. Chuckanut is further informed
27 and believes and thereon alleges that the corporate and limited liability defendants
28 were and are inadequately capitalized to meet their outstanding financial obligations

1 that the individual defendants manipulate and control them for their own profit,
2 thereby treating them as alter egos. Thus, the corporate forms should be disregarded
3 and the acts of one should be deemed to be those of each corporation and/or limited
4 liability company. The individual defendants as the owners and shareholders of the
5 corporate and limited liability companies should be held jointly and severally liable
6 for any losses suffered by Chuckanut.

7 55. Chuckanut is also informed and believes and thereon alleges that at all
8 times mentioned herein, each of the Defendants, including the Evolution Group
9 Successors, were and are the agents, servants, employees, representatives and/or alter
10 egos of each of the other Defendants, and in doing the things hereinafter mentioned,
11 were acting within the course and scope of their authority as such agents, servants,
12 employees, representatives, and/or alter egos, with the permission and consent of the
13 other Defendants.

14 56. Chuckanut is also informed and believes and thereon alleges that at all
15 times mentioned herein, each of the corporate and limited liability defendants,
16 including the Evolution Group Successors, were and are the mere continuation of
17 Evolution Group and/or the assets of Evolution Group were transferred to the other
18 corporate and limited liability defendants for the fraudulent purpose, in part to escape
19 obligations like the contractual obligation owed to Chuckanut; and the corporate and
20 limited liability defendants, as successors-in-interest to Chuckanut are jointly and
21 severally liable for any liability of, and/or any injury caused by the conduct of
22 Evolution Group. This is confirmed by Exhibits F (a company chart) and G (a
23 settlement agreement showing that all of the Evolution Group Successors are treated
24 as a single "Company").

25 57. Non-Party James Carlson was the Chairman and CEO of Evolution
26 Group from in or about 2007 to October 2011, when Defendants Lewis, Finnegan
27 and Poelman instituted the plan to reorganize Evolution Group, at which point, they
28 purchased his shares in the company.